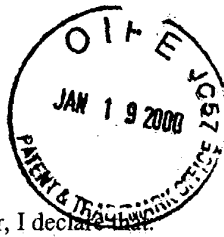


#3

Attorney Docket No.: 19820-000100US



DECLARATION

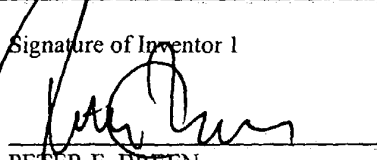
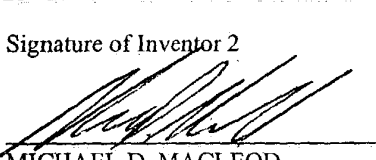
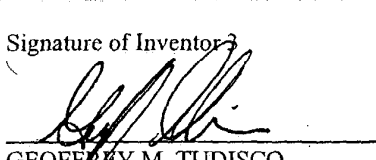
as a below named inventor, I declare that:

My residence, post office address and citizenship are as stated below next to my name; I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural inventors are named below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **ONLINE TRADE AGGREGATING SYSTEM** the specification of which was filed on October 14, 1999 as Application No. 09/417,901.

I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above. I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, Section 1.56. I claim foreign priority benefits under Title 35, United States Code, Section 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed.

Full Name of Inventor 1:	Last Name: BREEN	First Name: PETER	Middle Name or Initial: E.
Residence & Citizenship:	City: Basking Ridge	State/Foreign Country: New Jersey	Country of Citizenship: United States
Post Office Address:	Post Office Address: 40 Briar Lane	City: Basking Ridge	State/Country: New Jersey
			Postal Code: 07920
Full Name of Inventor 2:	Last Name: MACLEOD	First Name: MICHAEL	Middle Name or Initial: D.
Residence & Citizenship:	City: New York	State/Foreign Country: New York	Country of Citizenship: United States
Post Office Address:	Post Office Address: 1623 Third Avenue, Apt. 23-K	City: New York	State/Country: New York
			Postal Code: 10128
Full Name of Inventor 3:	Last Name: TUDISCO	First Name: GEOFFREY	Middle Name or Initial: M.
Residence & Citizenship:	City: New York	State/Foreign Country: New York	Country of Citizenship: United States
Post Office Address:	Post Office Address: 117 Sullivan Street, 15th Floor	City: New York	State/Country: New York
			Postal Code: 10005

I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Signature of Inventor 1  PETER E. BREEN	Signature of Inventor 2  MICHAEL D. MACLEOD	Signature of Inventor 3  GEOFFREY M. TUDISCO
Date 1/6/00	Date 1/6/00	Date 1/6/00

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In RE:

Application of: BREEN et al.
Serial No.: 09/417,901
Filed: 14 October 1999
Art Unit: 2771
Attys' Docket No. 4923/26
Title: ONLINE TRADE AGGREGATING SYSTEM

Commissioner for Patents
Washington, D.C. 20231

REVOCATION OF POWER OF ATTORNEY
AND APPOINTMENT OF NEW ATTORNEY

Freedom Investments, Inc., owner of the application herein, hereby revokes all Powers of Attorney previously granted herein and appoints:

Seth H. Ostrow, Reg. No. 37,410	Frank J. DeRosa, Reg. No. 26,543
Pamela G. Maher, Reg. No. 40,712	Leslie Restaino, Reg. No. 38,893
Matthew J. Marquardt, Reg. No. 40,997	Ivan Posey, Reg. No. 43,865
Frederick Yu, Reg. No. 45,251	Brooke W. Quist, Reg. No. 45,030
James W. Woods, Reg. No. 47,184;	

all of the firm Brown Raysman Millstein Felder & Steiner LLP, its attorneys, with full power to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith. Please direct all correspondence to:

Brown Raysman Millstein Felder & Steiner LLP
900 Third Avenue
New York, New York 10022

and all telephone calls to Matthew J. Marquardt at (212) 895-2000.

Freedom Investments, Inc.

Dated: 11-25-03

by: 

Ian Grice
President

PATENT
Attorney Docket No.: 4923/28

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:

Breen et al.

Application No: Not Yet Assigned

Filed: June 26, 2003

For: Online Trade Aggregating System

Art Unit: Not Yet Assigned

Examiner: Not Yet Assigned

Mail Stop: Patent Application
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

STATEMENT UNDER 37 C.F.R. §3.73(b)

Dear Sir:

FREEDOM INVESTMENTS, INC., a Delaware corporation ("Assignee"), states that it is the assignee of the entire right, title, and interest in the patent application identified above by virtue of a chain of title from the inventor(s), of the patent application identified above, to the current assignee as shown below:

1. **Assignor(s):** Inventors Peter BREEN, Michael MACLEOD and Geoffrey TUDISCO

 Assignee: BUYandHOLD.com, Inc., a Delaware Corporation

 Dated: 28 January and 13 February 2003

By assignment. This document was mailed for recordation in the United States Patent and Trademark Office 3 April 2003. Applicant has not yet received notification of recordation of the document. A copy of the document is attached. **N.B.** this document corrects an erroneous

assignment recorded 16 February 2000, at Reel 012180, Frame 0616, of the records of the Office, which misidentifies the Assignee.

2. **Assignor(s):** BUYandHOLD.com, Inc., a Delaware Corporation
 Assignee: BUYandHOLD, Inc., a Delaware Corporation
 Dated: 12 July 2000

By name change through Certificate of Amendment of Certificate of Incorporation, recorded by the Secretary of State of the State of Delaware 13 July 2000. A copy of the document is attached.

3. **Assignor(s):** BUYandHOLD, Inc., a Delaware Corporation
 Assignee: Far Hills, Inc., a Delaware Corporation
 Dated: 24 January 2002

By name change through Certificate of Amendment of Certificate of Incorporation, recorded by the Secretary of State of the State of Delaware 25 January 2002. A copy of the document is attached.

4. **Assignor(s):** Far Hills, Inc., a Delaware Corporation
 Assignee: Freedom Investments, Inc., a Delaware Corporation
 Dated: 11 March 2002

By assignment. This document was mailed for recordation in the United States Patent and Trademark Office 3 April 2003. Applicant has not yet received notification of recordation of the document. A copy of the document is attached.

Assignee hereby further states that it has all rights to take action in this matter.

The undersigned (whose title is supplied below) is empowered to sign this statement on behalf of the assignee.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'M. Marquardt', is written over a horizontal line.

Matthew J. Marquardt
Reg. No. 40,997
Attorney for Applicants

Dated: June 26, 2003
Brown Raysman Millstein Felder & Steiner
900 Third Avenue
New York, NY 10022
Tel.: 212-895-2000
Fax: 212-895-2900

ASSIGNMENT OF PATENT APPLICATION

WHEREAS we, Peter E. BREEN, of 40 Briar Lane, Basking Ridge, NJ 07920, Michael D. MACLEOD, of 1623 Third Avenue, Apt. 23-K, New York, NY 10128, and Geoffrey M. TUDISCO, of 117 Sullivan Street, 15th Floor, New York, NY 10005, (hereinafter referred as "Assignors") are the inventors of the invention described and set forth in the below-identified application for United States Letters Patent:

Title of Invention: ONLINE TRADE AGGREGATING SYSTEM
Filing date: 14 October 1999
Application No.: 09/417,901;
Date(s) of execution of Declaration: 6 January 2000

WHEREAS, on 6 January 2000 Assignors executed an Assignment recorded at Reel 010545, Frame 0809, of the records of the United States Patent and Trademark Office (hereinafter the "6 January 2000 Assignment"), which Assignment was intended by Assignors to assign all right, title, and interest in and to the Invention(s) to BUYandHOLD.com, Inc., a corporation of the State of Delaware having a place of business at 110 Wall Street, 11th Floor, New York, New York, 10005, (hereinafter together with its successors and assigns referred to as "Assignee"); and

WHEREAS, the 6 January 2000 Assignment incorrectly identified Assignee as BUYandHOLD.com, a corporation of the State of New York;

NOW, THEREFORE, for good and valuable consideration, receipt of which is acknowledged by Assignors, Assignors confirm that they have assigned, and by these presents do assign to Assignee, effective as of 6 January 2000, all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title, and interest is to be held and enjoyed by Assignee as fully and exclusively as it would have been enjoyed by Assignors had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignors further agree that they will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee.

This Assignment may be executed in several counterparts, each of which will be an original, but all of which, when taken together, will constitute one and the same instrument.



IN TESTIMONY WHEREOF, Assignors have executed this document on the date(s) indicated below.

Date: _____
Peter E. BREEN

STATE OF _____)
COUNTY OF _____) ss.:

On _____, 20__, before me, the undersigned, personally appeared Peter E. Breen, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment

Date: 2/13/05 _____
Michael D. MACLEOD

STATE OF FLA)
COUNTY OF Browns) ss.:

On Feb 12, 2005, before me, the undersigned, personally appeared Michael D. Macleod, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment



Stanley Lewis
Commission # DD 036905
Expires July 16, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

Date: _____

Geoffrey M. TUDISCO

STATE OF _____)

) ss.:

COUNTY OF _____)

On _____, 20__, before me, the undersigned, personally appeared Geoffrey M. Tudisco, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment